

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:

W.R. GRACE & CO., *et al.*,

Debtors.

Chapter 11

Case No. 01-1139 (KJC)

(Jointly Administered)

Objection Deadline: Sept. 11, 2013 at 4:00 p.m.

**ONE HUNDRED AND FORTY-THIRD MONTHLY FEE APPLICATION OF  
KRAMER LEVIN NAFTALIS & FRANKEL LLP, COUNSEL TO THE  
OFFICIAL COMMITTEE OF EQUITY SECURITY HOLDERS, FOR  
COMPENSATION AND REIMBURSEMENT OF DISBURSEMENTS  
FOR THE PERIOD FROM JULY 1, 2013 THROUGH JULY 31, 2013**

Name of Applicant: Kramer Levin Naftalis & Frankel LLP

Authorized to Provide  
Professional Services to: Official Committee of Equity Security Holders

Date of Retention: As of July 18, 2001 nunc pro tunc

Period for which compensation  
and reimbursement is sought: July 1, 2013 through and including  
July 31, 2013

Amount of Compensation sought as  
actual, reasonable and necessary: \$10,488.50

Amount of Expense Reimbursement  
sought as actual, reasonable and  
necessary: \$98.90

This is a(n):   x   monthly application      interim application

**Prior Monthly Fee Applications:**

<b>Date Filed</b>	<b>Period Covered</b>	<b>Requested Fees/ Expenses</b>	<b>Paid Fees/ Expenses</b>
December 28, 2001	November 1, 2001 – November 30, 2001	\$20,099.00 / \$3,031.62	\$20,099.00 / \$3,031.62
January 25, 2002	December 1, 2001 – December 31, 2001	\$32,467.50 / \$2,338.23	\$25,974.00 / \$2,338.23
February 28, 2002	January 1, 2002 – January 31, 2002	\$23,807.50 / \$1,961.58	\$19,046.00 / \$1,961.58
April 1, 2002	February 1, 2002 – February 28, 2002	\$36,382.50 / \$2,894.44	\$29,106.00 / \$2,894.44
May 8, 2002	March 1, 2002 – March 31, 2002	\$32,575.00 / \$2,107.64	\$26,060.00 / \$2,107.64
June 17, 2002	April 1, 2002 – April 30, 2002	\$28,794.00 / \$2,669.24	\$23,035.20 / \$2,669.24
August 5, 2002	May 1, 2002 – May 31, 2002	\$24,232.00 / \$2,299.11	\$19,385.60 / \$2,299.11
September 4, 2002	June 1, 2002 – June 30, 2002	\$20,392.50 / \$388.61	\$16,314.00 / \$388.61
November 4, 2002	July 1, 2002 – July 31, 2002	\$28,083.50 / \$1,121.59	\$22,466.80 / \$1,121.59
October 24, 2002	August 1, 2002 – August 31, 2002	\$33,598.50 / \$7,190.62	\$26,878.80 / \$7,190.62
November 5, 2002	September 1, 2002 – September 30, 2002	\$25,584.50 / \$1,761.46	\$20,467.60 / \$1,761.46
November 25, 2002	October 1, 2002 – October 31, 2002	\$39,887.50 / \$2,124.93	\$31,910.00 / \$2,124.93
January 14, 2003	November 1, 2002 – November 30, 2002	\$18,704.00 / \$652.12	\$18,704.00 / \$633.86
February 10, 2003	December 1, 2002 – December 31, 2002	\$11,853.50 / \$816.82	\$9,482.80 / \$816.82
February 25, 2003	January 1, 2003 – January 31, 2003	\$11,100.00 / \$927.47	\$8,880.00 / \$927.47

<b>Date Filed</b>	<b>Period Covered</b>	<b>Requested Fees/ Expenses</b>	<b>Paid Fees/ Expenses</b>
April 8, 2003	February 1, 2003 – February 28, 2003	\$13,418.00 / \$240.08	\$10,734.40 / \$240.08
May 6, 2003	March 1, 2002 – March 31, 2003	\$26,969.00 / \$452.38	\$21,575.20 / \$452.38
June 4, 2003	April 1, 2003 – April 30, 2003	\$7,609.00 / \$1,594.42	\$6,087.20 / \$1,594.42
June 26, 2003	May 1, 2003 – May 31, 2003	\$9,411.00 / \$107.57	\$7,528.77 / \$107.57
August 13, 2003	June 1, 2003 – June 30, 2003	\$10,427.00 / \$137.09	\$8,341.60 / \$137.09
September 25, 2003	July 1, 2003 – July 31, 2003	\$9,272.50 / \$32.30	\$7,418.00 / \$32.30
October 2, 2003	August 1, 2003 – August 31, 2003	\$9,815.50 / \$130.93	\$489.69 / \$130.93
November 26, 2003	September 1, 2003 – September 30, 2003	\$15,004.00 / \$334.63	\$12,003.20 / \$334.63
December 19, 2003	October 1, 2003 – October 31, 2003	\$13,134.00 / \$174.04	\$10,507.20 / \$174.04
January 6, 2004	November 1, 2003 – November 30, 2003	\$14,537.00 / \$273.00	\$11,629.60 / \$273.00
January 29, 2004	December 1, 2003 – December 31, 2003	\$17,595.00 / \$1,599.14	\$14,076.00 / \$1,599.14
February 27, 2004	January 1, 2004 – January 31, 2004	\$8,979.00 / \$436.37	\$7,183.20 / \$436.47
May 5, 2004	February 1, 2004 – February 29, 2004	\$8,888.00 / \$545.85	\$7,110.40 / \$545.85
May 28, 2004	March 1, 2004 – March 31, 2004	\$13,807.50 / \$472.11	\$11,643.00 / \$472.11

Date Filed	Period Covered	Requested Fees/ Expenses	Paid Fees/ Expenses
June 30, 2004	April 1, 2004 – April 30, 2004	\$14,373.50 / \$389.30	\$2,874.70 / \$0.00
August 3, 2004	May 1, 2004 – May 31, 2004	\$10,840.00 / \$1,279.24	\$8,672.00 / \$1,279.24
August 23, 2004	June 1, 2004 – June 30, 2004	\$23,202.00 / \$172.12	\$18,561.60 / \$172.12
October 1, 2004	July 1, 2004 – July 31, 2004	\$13,523.50 / \$33.62	\$10,818.40 / \$33.62
October 29, 2004	August 1, 2004 – August 31, 2004	\$9,543.50 / \$125.25	\$7,634.80 / \$125.25
November 2, 2004	September 1, 2004 – September 30, 2004	\$24,483.00 / \$836.33	\$19,586.40 / \$836.33
November 23, 2004	October 1, 2004 – October 31, 2004	\$128,959.00 / \$6,922.76	\$103,167.20 / \$6,922.76
December 28, 2004	November 1, 2004 – November 30, 2004	\$153,725.00 / \$4,236.79	\$122,980.00 / \$4,236.79
February 2, 2005	December 1, 2004 – December 31, 2004	\$123,833.00 / \$3,246.49	\$102,312.89 / \$3,246.49
March 8, 2005	January 1, 2005 – January 31, 2005	\$132,776.50 / \$8,060.80	\$132,776.50 / \$8,060.80
March 28, 2005	February 1, 2005 – February 28, 2005	\$24,706.50 / \$2,444.84	\$24,706.50 / \$2,444.84
April 29, 2005	March 1, 2005 – March 31, 2005	\$26,414.00 / \$2,827.24	\$26,414.00 / \$2,827.24
May 31, 2005	April 1, 2005 – April 30, 2005	\$29,522.00 / \$1,323.60	\$29,522.00 / \$1,323.60
June 21, 2005	May 1, 2005 – May 31, 2005	\$19,218.50 / \$2,198.56	\$19,218.50 / \$2,198.56

<b>Date Filed</b>	<b>Period Covered</b>	<b>Requested Fees/ Expenses</b>	<b>Paid Fees/ Expenses</b>
July 28, 2005	June 1, 2005 – June 30, 2005	\$25,731.00 / \$119.33	\$25,731.00 / \$119.33
August 29, 2005	July 1, 2005 – July 31, 2005	\$31,738.00 / \$2,829.07	\$31,738.00 / \$2,829.07
September 29, 2005	August 1, 2005 – August 31, 2005	\$32,109.00 / \$2,271.66 /	\$32,109.00 / \$2,271.66
October 31, 2005	September 1, 2005 – September 30, 2005	\$15,709.00 / \$247.99	\$15,709.00 / \$247.99
November 29, 2005	October 1, 2005 – October 31, 2005	\$19,318.50 / \$646.56	\$19,318.50 / \$646.56
December 29, 2005	November 1, 2005 – November 30, 2005	\$38,258.50 / \$1,247.28	\$38,258.50 / \$1,247.28
January 30, 2006	December 1, 2005 – December 31, 2005	\$17,967.50 / \$1,059.46	\$17,967.50 / \$1,059.46
March 1, 2006	January 1, 2006 – January 31, 2006	\$8,287.00 / \$1,176.17	\$8,287.00 / \$1,176.17
March 30, 2006	February 1, 2006 – February 28, 2006	\$22,842.00 / \$1,779.77	\$22,842.00 / \$1,779.77
May 1, 2006	March 1, 2006 – March 31, 2006	\$43,621.00 / \$2,496.06	\$43,621.00 \$2,496.06
May 1, 2006	March 1, 2006 – March 31, 2006	\$43,621.00 / \$2,496.06	\$43,621.00 \$2,496.06
May 30, 2006	April 1, 2006 – April 30, 2006	\$18,841.00 / \$752.39	\$18,841.00 \$752.39
July 5, 2006	May 1, 2006 – May 31, 2006	\$34,354.00 / \$1,337.49	\$34,354.00 \$1,337.49
August 2, 2006	June 1, 2006 – June 30, 2006	\$21,401.00 / \$725.30	\$21,401.00 \$725.30

Date Filed	Period Covered	Requested Fees/ Expenses	Paid Fees/ Expenses
August 30, 2006	July 1, 2006 – July 31, 2006	\$29,474.50 / \$1,604.51	\$29,474.50 \$1,604.51
October 2, 2006	August 1, 2006 – August 31, 2006	\$67,103.00 / \$1,604.51	\$67,103.00 \$1,604.51
October 30, 2006	September 1, 2006 – September 30, 2006	\$50,691.50 / \$2,050.23	\$50,691.50 \$2,050.23
December 6, 2006	October 1, 2006 – October 31, 2006	\$72,062.75 / \$3,977.84	\$72,062.75 \$3,977.84
January 5, 2007	November 1, 2006 – November 30, 2006	\$66,045.00 / \$5,215.60	\$66,045.00 \$5,215.60
February 23, 2007	December 1, 2006 – December 31, 2006	\$101,658.25 / \$5,001.94	\$101,658.25 \$5,001.94
March 7, 2007	January 1, 2007 – January 31, 2007	\$45,555.00 / \$6,097.61	\$45,555.00 \$6,097.61
March 29, 2007	February 1, 2007 – February 28, 2007	\$56,976.00 \$4,529.94	\$56,976.00 \$4,529.94
April 30, 2007	March 1, 2007 – March 31, 2007	\$60,848.00 \$4,859.66	\$60,848.00 \$4,859.66
June 12, 2007	April 1, 2007 – April 30, 2007	\$56,370.00 \$2,554.14	\$56,370.00 \$2,554.14
July 2, 2007	May 1, 2007 – May 31, 2007	\$61,684.23 \$10,491.04	\$61,684.23 \$10,491.04
July 30, 2007	June 1, 2007 – June 30, 2007	\$68,538.00 \$6,437.44	\$68,538.00 \$6,437.44
August 29, 2007	July 1, 2007 – July 31, 2007	\$40,505.50 \$3,124.55	\$40,505.50 / \$3,124.55
October 1, 2007	August 1, 2007 – August 31, 2007	\$61,201.50 \$1,618.34	\$61,201.50 / \$1,618.34

Date Filed	Period Covered	Requested Fees/ Expenses	Paid Fees/ Expenses
October 29, 2007	September 1, 2007 – September 30, 2007	\$106,912.50 \$4,480.51	\$106,912.50 / \$4,480.51
November 29, 2007	October 1, 2007 – October 31, 2007	\$165,731.50 \$14,100.98	\$165,731.50 / \$14,100.98
January 7, 2008	November 1, 2007 – November 30, 2007	\$154,817.00 \$12,511.24	\$154,817.00 / \$12,511.24
February 11, 2008	December 1, 2007 – December 31, 2007	\$77,688.00 \$50,222.40	\$77,688.00 / \$50,222.40
April 8, 2008	February 1, 2008 – February 29, 2008 <sup>1</sup>	\$ 186,440.25 \$ 5,761.46	\$186,440.25 / \$5,761.46
May 1, 2008	March 1, 2008 – March 31, 2008	\$ 61,062.50 \$ 3,272.45	\$61,062.50 / \$3,272.45
May 29, 2008	April 1, 2008 – April 30, 2008	\$ 115,451.50 / \$ 10,234.48	\$ 115,451.50 / \$ 10,234.48
June 30, 2008	May 1, 2008 – May 31, 2008	\$ 35,113.50 / \$ 139.19	\$ 35,113.50 / \$ 139.19
July 31, 2008	June 1, 2008 – June 30, 2008	\$ 90,179.75 / \$ 1,197.96	\$ 90,179.75 / \$ 1,197.96
August 31, 2008	July 1, 2008 – July 31, 2008	\$ 46,403.75 / \$ 2,634.24	\$ 46,403.75 / \$ 2,634.24
September 30, 2008	August 1, 2008 – August 31, 2008	\$ 130,393.00 / \$ 1,139.48	\$ 130,393.00 / \$ 1,139.48
October 31, 2008	September 1, 2008 – September 30, 2008	\$ 94,751.25 / \$ 2,437.87	\$ 94,751.25 / \$ 2,437.87

<sup>1</sup> The Fee Application filed on April 8, 2008 inadvertently contained time billed and necessary expenses incurred for the time period January 1, 2008 through January 31, 2008 in addition to the time billed and necessary expenses incurred for the time period February 1, 2008 through February 29, 2008. Kramer Levin Naftalis & Frankel LLP filed a certification of counsel further explicating the error and clarifying the treatment of the Fee Application filed on April 8, 2008 [Docket No. 18659].

<b>Date Filed</b>	<b>Period Covered</b>	<b>Requested Fees/ Expenses</b>	<b>Paid Fees/ Expenses</b>
December 1, 2008	October 1, 2008 – October 31, 2008	\$ 96,512.00 / \$ 3,351.45	\$ 96,512.00 / \$ 3,351.45
January 5, 2009	November 1, 2008 – November 30, 2008	\$ 72,736.50 / \$ 5,015.70	\$ 72,736.50 / \$ 5,015.70
January 29, 2009	December 1, 2008 – December 31, 2008	\$ 38,727.50 / \$ 659.48	\$ 37,407.50 / \$ 659.48
March 3, 2009	January 1, 2009 – January 31, 2009	\$ 57,246.00 / \$ 774.91	\$ 57,246.00 / \$ 774.91
March 31, 2009	February 1, 2009 – February 28, 2009	\$ 58,153.50 / \$ 873.67	\$ 58,153.50 / \$ 873.67
April 29, 2009	March 1, 2009 – March 31, 2009	\$ 82,150.50 \$ 3,410.61	\$ 82,094.50 / \$ 3,410.61
June 1, 2009	April 1, 2009 – April 30, 2009	\$ 59,641.00 \$ 1,266.77	\$ 59,641.00 / \$ 1,266.77
June 29, 2009	May 1, 2009 – May 31, 2009	\$ 81,616.00 \$ 993.03	\$ 81,616.00 / \$ 993.03
July 30, 2009	June 1, 2009 – June 30, 2009	\$ 74,739.50 \$ 3,385.80	\$ 74,739.50 / \$ 3,385.80
September 1, 2009	July 1, 2009 – July 31, 2009	\$ 28,694.50 \$ 8,575.98	\$ 28,694.50 / \$ 8,575.98
October 1, 2009	August 1, 2009 – August 31, 2009	\$ 62,840.50 \$ 4,375.92	\$ 62,840.50 / \$ 4,375.92
October 29, 2009	September 1, 2009 – September 30, 2009	\$ 78,706.50 \$ 7,370.53	\$ 78,706.50 / \$ 7,370.53
November 30, 2009	October 1, 2009 – October 31, 2009	\$ 22,088.75 \$ 2,199.84	\$ 22,088.75 / \$ 2,199.84
December 29, 2009	November 1, 2009 – November 30, 2009	\$ 33,770.50 \$ 510.91	\$ 33,770.50 / \$ 510.91
February 1, 2010	December 1, 2009 – December 31, 2009	\$ 12,447.50 \$ 655.77	\$ 12,447.50 / \$ 655.77
March 1, 2010	January 1, 2010 – January 31, 2010	\$ 32,785.50 \$ 1,669.76	\$ 32,785.50 / \$ 1,347.96



<b>Date Filed</b>	<b>Period Covered</b>	<b>Requested Fees/ Expenses</b>	<b>Paid Fees/ Expenses</b>
March 29, 2010	February 1, 2010 – February 28, 2010	\$ 9,882.00 \$ 107.90	\$ 9,882.00 \$ 107.90
April 28, 2010	March 1, 2010 – March 31, 2010	\$ 4,559.00 \$ 361.53	\$ 4,559.00 \$ 361.53
June 1, 2010	April 1, 2010 – April 30, 2010	\$ 9,145.50 \$ 271.51	\$ 9,145.50 \$ 271.51
July 1, 2010	May 1, 2010 – May 31, 2010	\$ 3,009.00 \$ 270.08	\$ 3,009.00 \$ 270.08
August 5, 2010	June 1, 2010 – June 30, 2010	\$ 1,924.50 \$ 108.77	\$ 1,924.50 \$ 108.77
August 30, 2010	July 1, 2010 – July 31, 2010	\$ 1,678.50 \$ 0.00	\$ 1,678.50 \$ 0.00
October 1, 2010	August 1, 2010 – August 31, 2010	\$ 3,093.00 \$ 73.96	\$ 3,093.00 \$ 73.96
October 28, 2010	September 1, 2010 – September 30, 2010	\$ 457.50 \$ 58.00	\$ 457.50 \$ 58.00
December 1, 2010	October 1, 2010 – October 31, 2010	\$ 1,372.50 \$ 84.66	\$ 1,372.50 \$ 84.66
December 30, 2010	November 1, 2010 – November 30, 2010	\$ 5,221.50 \$ 19.59	\$ 5,221.50 \$ 19.59
February 1, 2011	December 1, 2010 – December 31, 2010	\$ 10,252.00 \$143.61	\$ 10,252.00 \$ 143.61
March 1, 2011	January 1, 2011 – January 31, 2011	\$ 16,502.50 \$ 83.40	\$ 16,502.50 \$ 83.40
April 1, 2011	February 1, 2011 – February 28, 2011	\$ 27,809.50 \$ 1,767.02	\$ 27,809.50 \$ 1,767.02
May 2, 2011	March 1, 2011 – March 31, 2011	\$ 9,782.50 \$ 194.39	\$ 9,782.50 \$ 194.39
May 31, 2011	April 1, 2011 – April 30, 2011	\$ 7,061.50 \$ 177.64	\$ 7,061.50 \$ 177.64
July 5, 2011	May 1, 2011 – May 31, 2011	\$ 63,376.00 \$ 1,024.58	\$ 63,376.00 \$ 1,024.58

<b>Date Filed</b>	<b>Period Covered</b>	<b>Requested Fees/ Expenses</b>	<b>Paid Fees/ Expenses</b>
August 1, 2011	June 1, 2011 – June 30, 2011	\$ 21,448.76 \$940.85	\$ 21,448.76 \$ 940.85
September 6, 2011	July 1, 2011 – July 31, 2011	\$27,311.00 \$1,499.88	\$27,311.00 \$ 1,499.88
September 29, 2011	August 1, 2011 – August 31, 2011	\$14,729.00 \$574.70	\$14,729.00 \$ 574.70
October 26, 2011	September 1, 2011 – September 30, 2011	\$7,854.00 \$233.60	\$7,854.00 \$ 233.60
December 1, 2011	October 1, 2011 – October 31, 2011	\$2,208.00 \$9.19	\$2,208.00 \$9.19
December 28, 2011	November 1, 2011 – November 30, 2011	\$9,481.00 \$3.56	\$9,481.00 \$3.56
February 9, 2012	December 1, 2011 – December 31, 2011	\$2,300.00 \$80.27	\$2,300.00 \$80.27
February 29, 2012	January 1, 2012 – January 31, 2012	\$6,836.00 \$0.00	\$6,836.00 \$0.00
March 28, 2012	February 1, 2012 – February 29, 2012	\$22,397.00 \$94.13	\$22,397.00 \$94.13
April 30, 2012	March 1, 2012 – March 31, 2012	\$5,885.50 \$58.77	\$5,885.50 \$58.77
June 1, 2012	April 1, 2012 – April 30, 2012	\$5,205.50 \$147.53	\$5,205.50 \$147.53
July 2, 2012	May 1, 2012 – May 31, 2012	\$25,164.50 \$1,158.62	\$25,164.50 \$1,158.62
July 31, 2012	June 1, 2012 – June 30, 2012	\$10,411.00 \$98.06	\$10,411.00 \$98.06
August 29, 2012	July 1, 2012 – July 31, 2012	\$7,133.00 \$273.86	\$7,133.00 \$273.86
October 1, 2012	August 1, 2012 – August 31, 2012	\$21,730.00 \$438.33	\$21,730.00 \$438.33
October 24, 2012	September 1, 2012 – September 30, 2012	\$2,681.00 \$104.50	\$2,681.00 \$104.50

<b>Date Filed</b>	<b>Period Covered</b>	<b>Requested Fees/ Expenses</b>	<b>Paid Fees/ Expenses</b>
November 29, 2012	October 1, 2012 – October 31, 2012	\$6,634.00 \$109.43	\$6,634.00 \$109.43
December 28, 2012	November 1, 2012 – November 30, 2012	\$4,215.50 \$71.72	\$4,215.50 \$71.72
January 31, 2013	December 1, 2012 – December 31, 2012	\$49,674.00 \$3,436.56	\$49,674.00 \$3,436.56
February 28, 2013	January 1, 2013 – January 31, 2013	\$112,216.00 \$5,314.72	\$89,772.79 \$5,314.72
March 29, 2013	February 1, 2013 – February 28, 2013	\$17,179.50 \$774.45	\$13,743.60 \$774.45
April 29, 2013	March 1, 2013 – March 31, 2013	\$8,500.00 \$468.69	\$6,800.00 \$468.69
May 30, 2013	April 1, 2013 – April 30, 2013	\$14,477.50 \$244.32	\$11,582.00 \$244.32
July 1, 2013	May 1, 2013 – May 31, 2013	\$35,729.00 \$5,735.34	\$28,583.20 \$5,735.34
August 1, 2013	June 1, 2013 – June 30, 2013	\$86,876.00 \$5,387.70	\$0.00 \$0.00

**SUMMARY OF TIME FOR BILLING PERIOD**

<u>ATTORNEY</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>HOURLY RATE</u>	<u>AMOUNT (\$)</u>
BENTLEY, PHILIP	PARTNER	2.30	895.00	2,058.50
BLABEY, DAVID E.	ASSOCIATE	6.00	745.00	4,470.00
KAUP, ANASTASIA N.	ASSOCIATE	8.00	495.00	3,960.00
	<u>Total</u>	<u>16.30</u>		\$ <u>10,488.50</u>

**COMPENSATION SUMMARY BY PROJECT CATEGORY**

<b>Project Category</b>	<b>Total Hours for the Period</b>	<b>Total Fees for the Period</b>
Case Administration	2.60	\$1,937.00
Creditor Committee	0.40	\$328.00
Bankr. Motions	0.40	\$358.00
Reorganization Plan	4.30	\$3,433.50
Fee Applications, Applicant	6.70	\$3,491.50
Hearings	1.90	\$940.50
<b><u>Total</u></b>	<b><u>16.30</u></b>	<b><u>\$10,488.50</u></b>

SCHEDULE OF TIME CHARGES AND RATES  
FOR THE PERIOD JULY 1, 2013 THROUGH JULY 31, 2013

***CASE ADMINISTRATION***

<u>ATTORNEY</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>HOURLY RATE</u>	<u>AMOUNT (\$)</u>
BLABEY, DAVID E.	CRDR	2.60	745.00	1,937.00
	Subtotal	<u>2.60</u>		\$ <u>1,937.00</u>

***CREDITOR COMMITTEE***

<u>ATTORNEY</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>HOURLY RATE</u>	<u>AMOUNT (\$)</u>
BENTLEY, PHILIP	CRDR	0.20	895.00	179.00
BLABEY, DAVID E.	CRDR	0.20	745.00	149.00
	Subtotal	<u>0.40</u>		\$ <u>328.00</u>

***BANKR. MOTIONS***

<u>ATTORNEY</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>HOURLY RATE</u>	<u>AMOUNT (\$)</u>
BENTLEY, PHILIP	CRDR	0.40	895.00	358.00
	Subtotal	<u>0.40</u>		\$ <u>358.00</u>

***REORGANIZATION PLAN***

<u>ATTORNEY</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>HOURLY RATE</u>	<u>AMOUNT (\$)</u>
BENTLEY, PHILIP	CRDR	1.70	895.00	1,521.50
BLABEY, DAVID E.	CRDR	2.50	745.00	1,862.50
KAUP, ANASTASIA N.	CRDR	0.10	495.00	49.50
	Subtotal	<u>4.30</u>		\$ <u>3,433.50</u>

***FEE APPLICATIONS, APPLICANT***

<u>ATTORNEY</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>HOURLY RATE</u>	<u>AMOUNT (\$)</u>
BLABEY, DAVID E	CRDR	0.70	745.00	521.50
KAUP, ANASTASIA N.	CRDR	6.00	495.00	2,970.00
	Subtotal	<u>6.70</u>		\$ <u>3,491.50</u>

***HEARINGS***

<u>ATTORNEY</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>HOURLY RATE</u>	<u>AMOUNT (\$)</u>
KAUP, ANASTASIA N.	CRDR	1.90	495.00	940.50
	Subtotal	<u>1.90</u>		\$ <u>940.50</u>
	<u>Total</u>	<u>16.30</u>		\$ <u>10,488.50</u>

SCHEDULE OF DISBURSEMENTS  
FOR THE PERIOD JULY 1, 2013 THROUGH JULY 31, 2013

**EXPENSE SUMMARY**

<b><u>Expense Category</u></b>	<b><u>Total Expenses</u></b>
WESTLAW ON-LINE RESEARCH	\$98.90
<u>Subtotal</u>	<u>\$98.90</u>

Dated: August 22, 2013

**KRAMER LEVIN NAFTALIS & FRANKEL LLP**

By: /s/ David E. Blabey, Jr.  
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